

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)
) Chapter 11
)
HORNBLOWER HOLDINGS LLC, <i>et al.</i> , ¹) Case No. 24-90061 (MI)
)
Debtors.) (Jointly Administered)
)

**DEBTORS' WITNESS AND EXHIBIT LIST
FOR HEARING ON APRIL 4, 2024**

[Related to Docket Nos. 14, 21, 158, 166, 317, 372]

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file this witness and exhibit list for the hybrid hearing to be held on **April 4, 2024 at 9:30 a.m. (prevailing Central Time)** (the “Hearing”) before the Honorable Marvin Isgur at the United States Bankruptcy Court for the Southern District of Texas, Courtroom 404, 515 Rusk Street, Houston, Texas 77002 as follows:

WITNESSES

The Debtors may call any of the following witnesses at the Hearing:

1. Jonathan Hickman;
2. Matthew Scheidemann;
3. John Waggoner;
4. Any witnesses listed or called by any other party; and
5. Any witnesses necessary to rebut the testimony of any witnesses called or designated by any other parties.

¹ The last four digits of Debtor Hornblower Holdings LLC’s tax identification number are 6035. Due to the large number of debtor entities in these chapter 11 cases, which are being jointly administered, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://omniagentsolutions.com/Hornblower>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: Pier 3 on The Embarcadero, San Francisco, CA 94111.

EXHIBITS

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Interim Order (I) Establishing Notification and Hearing Procedures for Certain Transfers of Interests of Hornblower Group Holdco, LLC and American Queen Holdco, LLC and (II) Granting Related Relief [Docket No. 158]				
2.	Modified Order (A) Approving (I) Bidding Procedures for the Sale of the AQV Debtors' Assets, (II) Procedures Regarding Bid Protections, (III) the Scheduling of Certain Dates With Respect Thereto, (IV) The Form and Manner of Notice Thereof, (V) Contract Assumption, Assignment, and Rejection Procedures, and (VI) Certain Procedures to Otherwise Dispose of the AQV Assets, and (B) Authorizing the Debtors to Enter Into Agreements for the Sale of Their Assets Free and Clear of All Liens, Claims, and Encumbrances [Docket No. 317]				
3.	Notice of Successful Bidder With Respect to River Vessel Assets [Docket No. 372]				
4.	<i>Proposed</i> Order (I) Approving (A) The Debtors' Entry Into the ACL Sale Transaction Documents and (B) The Sale to the Buyer of the Acquired Assets Free and Clear of All Liens, Claims, Interests, and Encumbrances; (II) Authorizing the Debtors to Consummate Transactions in Connection Therewith; and (III) Granting Related Relief [Docket No. 372-1]				
5.	Affidavit of Service for March 22, 2024 [Docket No. 344]				
6.	Affidavit of Service for February 27, 2024 [Docket No. 202]				
7.	Affidavit of Service for February 23, 2024 [Docket No. 200]				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
8.	Declaration of Jonathan Hickman in Support of Chapter 11 Petitions and First Day Motions [Docket No. 25]				
9.	Any pleadings, reports, exhibits, transcripts, proposed orders, Court orders, or other documents filed in the above-captioned bankruptcy cases				
10.	Any exhibit introduced by any other party				
11.	Rebuttal or impeachment exhibits as necessary				

RESERVATION OF RIGHTS

The Debtors reserve their right to amend, supplement, or delete any witnesses and exhibits prior to the Hearing. The Debtors also reserve the right to use any exhibits presented by any other party and to ask the Court to take judicial notice of any document. The Debtors finally reserve the right to introduce exhibits previously admitted.

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April 2, 2024

Respectfully submitted,

By: /s/ John F. Higgins

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*Proposed Counsel to the Debtors and
the Debtors in Possession*

Certificate of Service

I certify that on April 2, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ John F. Higgins _____
John F. Higgins